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Order Filed on July 20, 2023
by Clerk
U.S. Bankruptcy Court
District of New Jersey

*Proposed Special Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

BED BATH & BEYOND, INC., et al.,¹

Debtors.

(Hon. Vincent F. Papalia)

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF GIBBONS P.C.
AS SPECIAL COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS EFFECTIVE AS OF MAY 23, 2023**

The relief set forth on the following pages, numbered two (2) through four (4), is hereby

ORDERED.

DATED: July 20, 2023

A handwritten signature in black ink, appearing to read "Vincent F. Papalia".

Honorable Vincent F. Papalia
United States Bankruptcy Judge

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 650 Liberty Avenue, Union, New Jersey 07083.

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Debtors: Bed Bath & Beyond, Inc., *et al.*

Case No.: 23-13359 (VFP)

Caption: Order Authorizing the Retention and Employment of Gibbons P.C. as Special Counsel to the Official Committee of Unsecured Creditors Effective as of May 23, 2023

Upon the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Retention and Employment of Gibbons P.C. as Special Counsel Effective as of May 23, 2023* (the “Application”);² and upon the Malone Declaration and the Mandell Declaration; and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Standing Order of Reference* from the United States District Court for the District of New Jersey dated July 23, 1984 and amended September 18, 2012; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (c) the Court having found that venue of these proceedings and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and (d) the Court may enter a final order consistent with Article III of the United States Constitution; and the Court being satisfied that notice of the Application and the opportunity for a hearing on the Application was appropriate under the particular circumstances and no further or other notice need be given; and the Court being satisfied, based on the representations made in the Application and the Malone Declaration, that Gibbons does not hold or represent an adverse interest in connection with the Chapter 11 Cases, and that Gibbons is a “disinterested person” as such term is defined in section 101(14) of the Bankruptcy Code; and the Court having determined that the relief sought in the Application is in the best interests of the Committee, the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Application and the Malone Declaration establish just cause for the relief granted herein; and after due deliberation and good cause appearing therefor, it is hereby

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

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Debtors: Bed Bath & Beyond, Inc., *et al.*

Case No.: 23-13359 (VFP)

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ORDERED THAT:

1. The Application is **GRANTED** as set forth herein.
2. Pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code, the Committee is authorized to retain and employ Gibbons as special counsel, effective as of May 23, 2023.
3. Gibbons shall be compensated for legal services rendered to the Committee and reasonable expenses incurred in connection therewith in accordance with sections 330 and 331 the Bankruptcy Code, applicable Bankruptcy Rules and Local Rules, and any other orders of this Court. Gibbons also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the UST Guidelines in connection with the Application and any interim and final fee applications to be filed by Gibbons in the Chapter 11 Cases.
4. Gibbons is authorized to render professional services to the Committee as set forth in the Application, and shall use its best efforts to avoid unnecessary duplication of services provided by the Committee's lead bankruptcy counsel, Pachulski, or any of the Committee's other retained professionals in the Chapter 11 Cases.
5. Gibbons shall provide ten (10) business days' notice to the Debtors and the U.S. Trustee before any increase in rates set forth in the Application or Malone Declaration and shall file such notice with the Court
6. The Committee and Gibbons are authorized to take all actions they deem necessary and appropriate to effectuate the relief granted pursuant to this Order in accordance with the Application.

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Debtors: Bed Bath & Beyond, Inc., *et al.*

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7. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. The Court shall retain jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.